

PERSEUS GLOBAL OPPORTUNITY FUND, LP.  
SUBSCRIPTION AGREEMENT

**ANNEX A: QUESTIONNAIRE**

the National Futures Association or any registered exchange).

- ☐ (j) The Subscriber cannot make all of the representations set forth in clauses (a) through (i) of this Item A. [NOTE: If all of the above statements are true and all of the boxes have been checked then do not check this box (j).]

*If this clause (j) is checked, the Investor must provide a written supplement (the "Explanatory Supplement") identifying which statements are not true as to the applicable Subscriber Covered Person, an explanation as to why, and the dates, if any, of the order, judgment, decree or notice, as applicable. The Explanatory Supplement must include a representation that all information contained in the Explanatory Supplement is fully stated to the best of the Subscriber's knowledge, information and belief after a reasonable investigation, as of the date the Explanatory Supplement is submitted to the Company.*

- B. The Subscriber hereby covenants and agrees to promptly notify the Company if any of the statements in clauses (a) through (i) of Item A above ceases to be true at any time and of any changes in information provided in any Explanatory Supplement submitted by the Subscriber.

The Subscriber understands that the SEC may require the Company to publicly disclose the Subscriber's response to this Section 8 and the information provided in any Explanatory Supplement submitted by the Subscriber and hereby consents to such public disclosures.

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9. **Securities Industry and Restricted Officer or Director Status** [all Subscribers]. The Company may from time to time consider investing in "new issues" as defined in Rule 5130 of the Financial Industry Regulatory Authority, Inc. ("**FINRA**"). In order for the Company to determine the extent to which a Subscriber is eligible to participate in "new issues" under FINRA Rules 5130 and 5131(b), the Subscriber must make certain representations and warranties to the Company. Accordingly, the Subscriber represents and warrants regarding itself or, if the Subscriber is a corporation, partnership, trust or other entity or account, with respect to *any person having a beneficial interest*<sup>1</sup> in such corporation, partnership, trust or other entity or account.

IF THE SUBSCRIBER FAILS TO MAKE THE FOLLOWING REPRESENTATIONS (OR ANY SUCH ADDITIONAL REPRESENTATIONS AS THE COMPANY MAY REQUEST FROM TIME TO TIME) OR IF THE INFORMATION PROVIDED BY THE SUBSCRIBER IS DEEMED BY THE COMPANY, IN ITS SOLE DISCRETION, TO BE INSUFFICIENT TO DETERMINE WHETHER OR NOT THE SUBSCRIBER IS A RESTRICTED PERSON OR RESTRICTED OFFICER OR DIRECTOR OR WHETHER OR NOT AN EXEMPTION IS AVAILABLE TO THE SUBSCRIBER, THE COMPANY WILL DEEM THE SUBSCRIBER TO BE A RESTRICTED PERSON OR RESTRICTED OFFICER OR DIRECTOR, AS APPLICABLE.

**(A) Determination of Restricted Person Status:**

**(1) Restricted Person Status**

**Please check all appropriate boxes.**

The Subscriber or any person with a beneficial interest in the Subscriber is:

- ☐ (i) a broker-dealer;

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<sup>1</sup> FINRA Rule 5130 defines "beneficial interest" to mean "any economic interest, such as the right to share in gains or losses." The receipt of a management or performance based fee for operating a collective investment account, or other fee for acting in a fiduciary capacity, is not considered a beneficial interest in the account; however, if such fee is subsequently invested into the account (as a deferred fee arrangement or otherwise), it is considered a beneficial interest in that account.

